



**UNITED STATES EQUESTRIAN FEDERATION, INC.
BOARD OF DIRECTORS - 2021 ANNUAL MEETING**

**FIRST MEETING
SUNDAY, JANUARY 17, 2021
11:00 A.M. EST**

MINUTES

Board Members Present: Murray Kessler, Elisabeth Goth, Tom O'Mara, Jacob Arnold, Tom Brennan, Allison Brock, Jane Clark, Ling Fu Wylie, Lisa Gorretta, Nancy Harvey, Valerie Kanavy, Carol Kozlowski, Beezie Madden, Joe Mattingley, Diane Pitts, Philip Richter, Judy Sloan, Richard Spooner, and Judy Werner

Council Chairs Present: Mary Knowlton, National Breeds & non-FEI Disciplines Council Chair; and Joe Mattingley, International Disciplines Council Chair (Board member)

Senior Team Present: Bill Moroney, Kelly Bolton, Will Connell, Terri Dolan, Sonja Keating, Vicki Lowell, Lisa Owens, Justin Provost, Debbie Saliling and Stephen Schumacher

Others Present: Codie Mott, Director of Finance, and Ashley Ward, Parliamentarian

1. Roll Call and Determination of a Quorum

Mr. Kessler called the meeting to order at 11:00 a.m. EST. Following a call of the roll, Ms. Adams noted that a quorum was present.

2. Adoption of the Agenda

Ms. Sloan moved and Ms. Gorretta seconded the motion to adopt the agenda. There was no discussion or amendment and following a vote, the motion passed unanimously.

3. President's Opening Remarks

Mr. Kessler welcomed the Board members and thanked them for their efforts throughout 2020. He congratulated all the winners presented with Pegasus and HOTY awards at last night's event. Mr. Kessler thanked Mr. O'Mara for presenting him with the Sallie B. Wheeler award, his first USEF award.

Mr. Kessler continued by stating that this has been an unprecedented period of change; not solely because of COVID-19. We not only got through it, we have become stronger because of it. Over the past four years, we have worked with a more streamlined Board and with greater input from our Council structure, all guided by our strategic plan. We have grown benefits and resources for our members, grown member numbers and types of membership, and increased communication to and sought feedback from our members. We have learned as an industry that we can survive even in a global pandemic, and that we can work together to adapt and continue to support and grow our sport. Mr.

Kessler concluded by saying he has truly been honored to serve as President and proud of the work done to strengthen the organization during his leadership.

4. Conflict of Interest Disclosure

Ms. Keating requested that Directors declare conflicts concerning any item on the agenda at this time. No conflicts were declared. Ms. Keating reminded board members to complete their annual disclosure.

5. Approval of Board Meeting Minutes – November 23, 2020

Ms. Sloan moved and Mr. Richter seconded approval of the minutes from the November 23, 2020 Board of Directors Meeting. There was no discussion and the motion passed with Ms. Goth and Mr. Spooner abstaining as they did not participate in this meeting.

6. Presidential Modification Report

A report of Presidential Modifications granted since the November Board meeting was presented to the Board for informational purposes.

6.1 Ratify modifications granted by USEF CEO due to the COVID-19 pandemic

Mr. Mattingley moved and Ms. Goth seconded the motion to ratify all CEO rule modifications related to the COVID-19 pandemic as outlined in the Board-approved Resolution 2020-07. Following discussion, the motion passed unanimously.

7. 2020 Treasurer Report & Review of Financial Statements

Mr. O'Mara thanked the Finance department for its continued assistance throughout the year in adapting to the pandemic-related changes to the financials and day-to-day functions. Mr. O'Mara reported on the statements of financial position and activities for the 12 months ending November 30, 2020, noting that the Federation ended the year in a positive position. Liquidity was maintained and expenses well managed due to the diligent efforts of staff. Despite the extreme market volatility experienced in March, the investment portfolio rebounded throughout 2020 and remained steady thanks to the assistance of the Investment Policy Task Force and their diligence in monitoring our position and options.

Mr. O'Mara reviewed 2019/2020 equivalent year-to-date on actual versus budgeted. In 2020, the most important result was that as revenues decreased, expenses also decreased. Additionally, some of the surplus reported resulted from expenses that would have been paid out in 2020, specifically the Olympic Games, were deferred and will be paid in 2021, with some duplication for Games preparation. Finally, we are well-positioned to move into 2021 and will continue to be cautious and thoughtful about expenditures as we are now at the peak of the pandemic in the U.S. A clean version of the final budget will be circulated to the Board which includes the additional funding approved by the Board.

8. Report of the Nominating Committee

Mr. Brennan presented the 2020 report of the Nominating Committee. The National Breeds & Disciplines Council re-elected Ms. Fu Wylie to fill the Morgan Board seat for a four-year term. The Eligible Athletes re-elected Allison Brock to fill the open eligible athlete Board seat designated to the AAC representative for a second four-year term concurrently held with her seat on the USOPC Active Athlete Committee.

Mr. Brennan reported the Nominating Committee's recommendation of Judy Sloan for election to the Secretary/Treasurer seat and recommendation of Jon Kreitz for the election to the Independent Director seat. Mr. Ashley Ward served as Parliamentarian for the Board meeting and election.

Ms. Goth moved and Ms. Madden approved the motion to accept the report of the Nominating Committee. Following a vote, the motion passed unanimously with Ms. Sloan abstaining.

8.1 Election of Secretary/Treasurer

Mr. Ward stated that the Nominating Committee put forward Judy Sloan as its nomination for the Secretary/Treasurer seat to fill the vacated seat for a term of two years. Mr. Ward opened the floor for additional nominations for Secretary/Treasurer. Hearing none, nominations closed and Judy Sloan was elected unanimously to serve the remaining two-year term in the seat vacated by Mr. O'Mara. Ms. Sloan abstained from vote.

8.2 Election of Independent Director

Mr. Ward stated that the Nominating Committee put forward Jon Kreitz as its nomination for the Independent Director seat for a term of four years. Mr. Ward opened the floor for additional nominations for Independent Director. Hearing none, nominations closed and Jon Kreitz was elected unanimously as an Independent Director to serve a four-year term.

12. Old Business

There was no old business.

13. New Business

There was no new business.

14. Recognition of Outgoing Board members

Mr. Kessler thanked Mr. O'Mara for his time as Secretary/Treasurer and wished him well in his new role as President.

Mr. O'Mara thanked Mr. Kessler for his leadership during the past five years. A video tribute for Mr. Kessler was shown in thanks for Mr. Kessler's accomplishments over his term as President.

15. Adjourn.

There being no further business, Mr. Kessler adjourned the meeting at 11:45 a.m. EST. He stated that the second Board meeting would begin at 12:30 p.m.

Signed and submitted:



Karen Adams, Recording Secretary



**UNITED STATES EQUESTRIAN FEDERATION, INC.
BOARD OF DIRECTORS - 2021 ANNUAL MEETING**

**SECOND MEETING
SUNDAY, JANUARY 17, 2021
12:30 P.M. EST**

MINUTES

Board Members Present: Tom O'Mara, Elisabeth Goth, Judy Sloan, Jacob Arnold, Tom Brennan, Allison Brock, Jane Clark, Ling Fu Wylie, Lisa Gorretta, Nancy Harvey, Valerie Kanavy, Carol Kozlowski, Jon Kreitz, Bezie Madden, Joe Mattingley, Diane Pitts, Philip Richter, Richard Spooner, and Judy Werner

Council Chairs Present: Mary Knowlton, National Breeds & Non-FEI Disciplines Council Chair; and Joe Mattingley, International Disciplines Council Chair (Board member)

Senior Team Present: Bill Moroney, Kelly Bolton, Will Connell, Terri Dolan, Sonja Keating, Vicki Lowell, Lisa Owens, Justin Provost, Debbie Saliling, and Stephen Schumacher

Others Present: Ashley Ward, Parliamentarian

1. Roll Call and Determination of a Quorum

Mr. O'Mara called the meeting to order at 12:30 p.m. EST. Following a call of the roll, Ms. Adams noted that a quorum was present.

2. Adoption of the Revised Agenda

Mr. O'Mara stated that a revised agenda was circulated on January 13, 2021, removing agenda items 7 and 10.2. Ms. Goth moved and Ms. Sloan seconded the motion to adopt the amended agenda. There was no further amendment and following a vote, the motion passed unanimously.

3. President's Opening Remarks

Mr. O'Mara stated that he learned much during his time on the Board, especially through the leadership of Mr. Kessler. Mr. O'Mara reported he has been meeting with staff to learn more about the various departments to gain insight into our business. Mr. O'Mara urged members who wish to get involved in various committees to email their interest to committees@usef.org for consideration. He encouraged members to provide feedback regarding several areas – from rule changes and competition or licensed official evaluations, to feedback for the Competition Task Force. A dedicated web page has been created for members that allows direct access to feedback mechanisms through a link listed under the Compete tab on the USEF home page.

4. Welcome New Directors

Mr. O'Mara congratulated Ms. Sloan in her new position as Secretary/Treasurer and welcomed Mr. Kreitz as a new member of the Board in the Independent Director seat.

5. Code of Ethics and Conflict of Interest Policies

Ms. Keating stated that each director is responsible for reading and completing at least annually the Code of Ethics and Conflict of Interest disclosures, which can be completed in the member dashboard. Additionally, she reported that beginning in 2021, all exempt and non-exempt staff will also participate in the annual disclosures process.

Ms. Pitts moved and Ms. Sloan seconded the motion to approve the proposed revisions to the Code of Ethics and Conflict of Interest Policy effective immediately. Following discussion and a vote, the motion passed unanimously.

6. Conflict of Interest Disclosure

Ms. Keating requested that Directors declare conflicts concerning any item on the agenda at this time. No conflicts were declared.

7. Approval of Committee Population

7.1 Board & Administrative Committees

Ms. Sloan moved and Ms. Clark seconded the motion to approve the population of the Adaptive Sport, Awards, Breeders, Budget and Finance, Competition Management, Human and Equine Safety & Welfare, Legislative, and Veterinary Committees for a four-year term ending January 2025; the population of the Ethics and Governance Committees for a one-year term ending January 2022, and the Member Services Council population for a two-year term ending January 2022. The Chair will be elected at the first Council meeting. Following discussion and vote, the motion passed with Ms. Goth, Ms. Pitts, Ms. Madden, Ms. Fu Wylie, Ms. Werner, Mr. Brennan, Mr. Kreitz, and Ms. Brock abstaining as they are on these committee lists.

Ms. Harvey stated that she would like to see additional breed representation on the Competition Management Committee. Mr. O'Mara stated that there is no limit to the size of this committee, so please email any interested individuals. Ms. Sloan stated that in the next population cycle, it would be prudent to review members with a diversity view.

7.2 Olympic & Paralympic Sport Committees

Ms. Goth moved and Ms. Sloan seconded the motion to approve the population of the Sport Committees for Dressage, Eventing, Jumping and Para-Equestrian for a four-year term, 2021-2025. After discussion and a vote, the motion passed with Ms. Madden, Ms. Gorretta, Ms. Kozlowski, Ms. Pitts, and Ms. Brock abstaining as they are on these committee lists.

7.3 National Breed & Non-FEI Discipline Sport Committees

Ms. Gorretta moved and Ms. Pitts seconded the motion to approve the population of the American Saddlebred, Andalusian/Lusitano, Arabian, Carriage Pleasure Driving, Connemara, Friesian, Hackney, Morgan Horse, National Hunter, National Show Horse, Paso Fino, Roadster, Saddle Seat Equitation, Shetland Pony, Welsh, Western, and Western Dressage Committees for a two-year term, 2021-2023. Following discussion and a vote, the motion passed with Ms. Fu Wylie, Ms. Harvey, Mr. Brennan, Ms. Goth, Ms. Werner, and Ms. Kozlowski abstaining.

8. Consideration of FEI Rule Change Proposal

Mr. Pitts moved and Ms. Goth seconded the motion to approve the FEI rule change to the Vaulting Chapter. Mr. Connell stated that this rule change aligns USEF Vaulting rules with the new FEI rule to add a 2* Young Vaulting class. After discussion and a vote, the motion passed unanimously.

9. International Disciplines Council Report

Mr. Mattingley presented the IDC report outlining the highlights of 2020 and goals for 2021. 2021 will be focused on preparation for various Championships and Tokyo Olympic and Paralympic Games. He thanked the IDC members for their steadfast support throughout 2020 by serving on numerous Ad Hoc meetings to get business done. The Council will continue to review what Reining will look like as an international sport in the future. Last, the Council looks forward to planning for our next home Olympics in 2028 in Los Angeles. Two additional sport staff members are being considered to assist in both Gladstone and Lexington.

9.1 Ratify Ad Hoc Group actions related to 2020 FEI calendar changes (Resolution 2020-08)

Ms. Goth moved and Ms. Harvey seconded the motion to ratify the actions of the Ad Hoc FEI Calendar Group as presented and required under Resolution 2020-08. After discussion and a vote, the motion passed by majority vote, with Ms. Clark, Ms. Sloan, and Ms. Brock abstaining as they participated on the Ad Hoc FEI Calendar Group listed on the report.

9.2 Approval of the Driving Calendar Policies and Procedures

Mr. Mattingley moved and Ms. Sloan seconded the motion to approve the Driving Calendar Policies and Procedures. After discussion and a vote, the motion passed unanimously.

9.3 Approval of the 2021 Eventing Team Challenge host sites

Ms. Goth moved and Ms. Pitts seconded the motion to approve the host sites for the 2021 Eventing Team Challenge. Following discussion and a vote, the motion passed unanimously.

10. National Breeds and Disciplines Council Report

Ms. Knowlton reported that the programs that fall under the National umbrella are included in the report with historical participation numbers. She added that the 2020 Hunter Breeding Championship participation was 101, slightly down due to COVID. Ms. Knowlton thanked the staff and volunteers for the strong work that was done to amend qualifying criteria and procedures throughout 2020 remaining nimble in providing support and restructure where and when needed.

11. Member Services Council Report

Ms. Campf was unavailable due to a travel conflict. Mr. Moroney reported that throughout 2020 the Council regularly followed up with the various departments that fall under this Council to ensure budget efficiencies.

12. USET Foundation Report

Mr. Richter reported that 2020 was such a challenge for fundraising due to uncertainty, but the best thing to come out of the year was an increased collaboration with US Equestrian. The Foundation applied for a PPP loan and reduced staff while finishing the year at \$28.9MM, and presented a \$2.4MM grant payment to USEF. USEF Foundation's Executive Director Ms. Jenkins and Mr. Moroney continue to meet monthly to increase communication and collaboration between the organizations with assistance from Ms. Lowell and her staff related to Marketing. The 'Take Me to Tokyo' campaign brought in a strong start in 2020, but as the pandemic began, the Foundation pivoted to amend its campaign strategy

to better reach current and potential donors. A golf outing, Tee Off to Tokyo, will be held in February to raise funds for the Olympic Games and all monies raised at that event will go directly into the fund earmarked for the 2021 USEF grant targeted at \$4MM. The USEF Foundation takes its duty of providing high performance funding to the Federation very seriously and has provided almost \$50MM to the Federation since the partnership began.

13. CEO Report

Mr. Moroney reported that the CEO report to the Board contains a summary provided by the senior team leaders that highlights each department's 2020 activities and provides 2021 major goals and objectives.

Mr. Moroney stated that reports from the American Horse Council, the Humane Society of the United States, and the 2021 Board meeting schedule are included in the Board materials. Mr. Moroney noted that he estimates that a February Board meeting may be needed to address Bylaw amendments and urgent business ahead of the scheduled March 8, 2021 meeting.

Mr. Moroney thanked the Board for its allocation of surplus funds to the staff to recognize their efforts during this challenging year.

An amended PAST Act was proposed which many parties, including USEF, feel undermines the original intent. USEF is engaged alongside the American Horse Council, AAEP, and many other organizations in vigorous opposition to this proposed legislation.

The Mileage Exemption Process has received a significant amount of feedback which the Competition Task Force will prioritize, review and make recommendations for any amendments to current rules to the Board.

A new census will be performed again this year by the American Horse Council, which will be a valuable tool for USEF and our Affiliate organizations.

14. Marketing Report

Ms. Lowell thanked the Board for its support of Kivvit, the PR and communications consulting firm USEF has engaged and whose role expanded in 2020 from its initial consultation around Safe Sport communication initiatives. Much work has been done to develop and enhance a pro-active crisis communication strategy. A potential risk assessment was completed and scenarios were addressed to develop and draft prepared statements applicable to many situations, which can be amended as the environment changes.

14.1 Diversity, Equity, and Inclusion Program Funding

Ms. Lowell outlined the DEI program and its three-to-five year rollout plan which was developed by the Task Force and internal and external thought leader groups. Ms. Lowell requested that the USEF Board approve funding in the amount of \$50,000 to initiate the DEI Opportunity Fund which will support the Community Riding Center Grants Program scheduled to launch in 2022. Ms. Goth moved and Ms. Clark seconded the motion to approve allocation of \$50,000 for the USEF DEI program in the 2022 operating budget. After discussion and vote, the motion passed with Ms. Harvey and Ms. Gorretta abstaining.

15. Old Business

There was no old business.

16. New Business

There was no new business.

17. Executive Session

At 2:15 p.m. Mr. O'Mara requested that all attendees, Council Chairs, and all staff with the exception of Mr. Moroney, Ms. Keating and Mr. Connell, leave the meeting for an Executive session of the Board.

18. Adjourn

At the conclusion of Executive Session, the meeting was adjourned at 5:22 p.m. EST.

Signed and submitted:

A handwritten signature in cursive script that reads "Karen Adams".

Karen Adams, Recording Secretary